

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re

AMYRIS, INC., *et al.*,¹

Debtors.

Chapter 11

Case No.: 23-11131 (TMH)

(Jointly Administered)

Objection Deadline: October 18, 2023 at 4:00 p.m.

Hearing Date: To be scheduled if necessary

**SUMMARY OF FIRST MONTHLY APPLICATION OF KTBS LAW LLP FOR
 COMPENSATION AND REIMBURSEMENT OF EXPENSES, AS SPECIAL
 COUNSEL FOR THE DEBTORS ON BEHALF OF AND AT THE SOLE
 DIRECTION OF THE INDEPENDENT DIRECTOR, FOR THE PERIOD FROM
AUGUST 11, 2023 THROUGH AUGUST 31, 2023**

Name of Applicant:	KTBS Law LLP
Authorized to Provide Professional Services to:	Debtors and Debtors in Possession
Date of Retention:	Effective as of August 11, 2023 by order signed September 11, 2023
Period for which Compensation and Reimbursement is Sought:	August 11, 2023 through August 31, 2023 ²
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$199,390.00
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$143.80

This is a: ☒ monthly ☐ interim ☐ final application.

The total time expended for fee application preparation is approximately 0.0 hours and the corresponding compensation requested is approximately \$0.00.

PRIOR APPLICATIONS FILED

No prior fee applications have been filed.

¹ The location of Debtor Amyris Inc.'s principal place of business and the Debtors' service address in these Chapter 11 cases is 5885 Hollis Street, Suite 100, Emeryville, CA 94608.

² The applicant reserves the right to include any time expended in the time period indicated above in future application(s) if it is not included herein.

KTBS PROFESSIONALS

Name of Professional Individual	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (Including Changes)	Total Hours Billed	Total Compensation
Michael L. Tuchin	Partner 1999. Member of CA Bar since 1990. Corporate Restructuring.	\$1,895.00	5.00 1.10	\$9,475.00 No Charge
David M. Stern	Partner 2000. Joined firm 2000. Member of CA Bar since 1975. Litigation.	\$1,895.00	28.30 1.10	\$53,628.50 No Charge
David A. Fidler	Partner 2003. Joined firm 1999. Member of CA Bar since 1998. Corporate Restructuring.	\$1,650.00	3.50	\$5,775.00
Samuel M. Kidder	Partner 2020. Joined firm 2018. Member of CA Bar since 2012. Corporate Restructuring.	\$1,295.00	49.00 1.10	\$63,455.00 No Charge
Tanner Frei	Partner 2023. Joined firm 2023. Member of UT Bar since 2014. Member of CO Bar since 2017. Corporate.	\$1,100.00	43.40	\$47,740.00
Nir Maoz	Associate 2019. Joined firm 2019. Member of CA Bar since 2019. Corporate Restructuring.	\$875.00	19.90 0.90	\$17,412.50 No Charge
Shanda D. Pearson	Paralegal 2007. Corporate Restructuring.	\$595.00	3.20 1.20	\$1,904.00 No Charge

Grand Total: \$199,390.00**Total Hours: 157.70****Blended Rate: \$1,264.36**

COMPENSATION BY CATEGORY

Project Categories	Total Hours	Total Fees
Case Administration	2.10	\$2,719.50
Meetings of and Communications with Debtors' Professionals	16.20	\$22,608.00
Meetings of and Communications with Independent Director	16.00	\$22,956.50
Meetings of and Communications with Other Professionals	1.30	\$1,715.00
Document Discovery and Document Review	80.90	\$100,989.00
Interviews and Depositions	0.00	\$0.00
Contested Matters/Litigation (General)	0.00	\$0.00
Drafting of Report/Summary of Investigation (Includes Legal Research)	10.70	\$12,439.00
Review of Pleadings Filed in Case	9.00	\$13,404.00
Preparation for Court Hearings	0.60	\$568.50
Court Attendance	3.40	\$5,423.00
Fee/Employment Applications	17.50	\$16,567.50
Non-Working Travel @ 50%	0.00	\$0.00
Total:	157.70	\$199,390.00

EXPENSE SUMMARY

Expense Category	Service Provider³ (if applicable)	Total Expenses
Online Research	PACER	\$3.80
Other	Delaware Secretary of State	\$140.00
Total:		\$143.80

³ KTBS may use one or more service providers. The service providers identified herein are the primary service providers for the categories described.

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**FIRST MONTHLY APPLICATION OF KTBS LAW LLP FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES, AS SPECIAL
COUNSEL FOR THE DEBTORS ON BEHALF OF AND AT THE SOLE
DIRECTION OF THE INDEPENDENT DIRECTOR, FOR THE PERIOD FROM
AUGUST 11, 2023 THROUGH AUGUST 31, 2023**

Pursuant to sections 330 and 331 of Title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (collectively, the “Bankruptcy Rules”) and the Court’s *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 279] entered on September 14, 2023 (the “Compensation Procedures Order”), KTBS Law LLP (“KTBS” or the “Firm”), special counsel for the debtors and debtors in possession (the “Debtors”), on behalf of and at the sole direction of M. Freddie Reiss (the “Independent Director”), hereby submits its *First Monthly Application of KTBS Law LLP for Compensation and Reimbursement of Expenses, as Special Counsel for the Debtors on Behalf of and at the Sole Direction of the Independent Director, for the Period From August 11, 2023 Through August 31, 2023* (the “Application”).

By this Application, KTBS seeks approval and payment of professional fees in the amount of \$159,512.00 (80% of \$199,390.00) and reimbursement of actual, necessary, and

¹ The location of Debtor Amyris Inc.’s principal place of business and the Debtors’ service address in these Chapter 11 Cases is 5885 Hollis Street, Suite 100, Emeryville, CA 94608.

reasonable expenses incurred in the amount of \$143.80 (100% of expenses) for a total payment of \$159,655.80 for the period August 11, 2023 through August 31, 2023 (the “Fee Period”).

Background

1. On August 9, 2023, the Debtors commenced these cases by filing voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors continue in possession of their property and continue to operate and manage their businesses as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in the Debtors’ chapter 11 cases. An official committee of unsecured creditors (the “Committee”) was appointed in these cases on August 27, 2023. *See* Docket No. 152.

2. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

3. On September 14, 2023, the Court signed the Compensation Procedures Order, authorizing certain professionals (“Professionals”) to submit applications for interim compensation and reimbursement for expenses, pursuant to the procedures specified therein. The Compensation Procedures Order provides, among other things, that a Professional may submit monthly fee applications. If no objections are made within fourteen (14) days after service of the monthly fee application, the Debtors are authorized to pay the Professional eighty percent (80%) of the requested fees and one hundred percent (100%) of the requested expenses. Beginning with the period ending October 31, 2023, and at three-month intervals or such other intervals convenient to the Court, each of the Professionals may file and serve an interim fee application for allowance of the amounts sought in its monthly fee applications for that period. All fees and expenses paid are on an interim basis until final allowance by the Court.

4. The retention of KTBS, as special counsel for the Debtors on behalf of and at the sole direction of the Independent Director, was approved effective as of August 11, 2023 by this Court's *Order Authorizing Retention and Employment of KTBS Law LLP as Special Counsel for the Debtors on Behalf of and at the Sole Direction of the Independent Director, Effective as of August 11, 2023* [Docket No. 228], entered on September 11, 2023 (the "Retention Order"). The Retention Order authorized KTBS to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

**KTBS'S APPLICATION FOR COMPENSATION AND
FOR REIMBURSEMENT OF EXPENSES**

Compensation Paid and Its Source

5. All services for which KTBS requests compensation were performed for the Debtors on behalf of and at the sole direction of the Independent Director.

6. KTBS (and any partner, of counsel, or associate thereof) has received no payment and no promises of payment from any source other than from the Debtors for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding between KTBS and any other person other than among the partners, of counsel, or associates of KTBS for the sharing of compensation to be received for services rendered in these cases. KTBS has not received a retainer from the Debtors.

7. The professional services and related expenses for which KTBS requests interim allowance of compensation and reimbursement of expenses were rendered and incurred in connection with these cases in the discharge of KTBS's professional responsibilities as attorneys for the Debtors in these chapter 11 cases. KTBS's services have been necessary and beneficial to the Debtors and their estates, creditors, and other parties in interest.

Fee Statements

8. The fee statement for the Fee Period is attached hereto as **Exhibit A**. This statement contain daily time logs describing the time spent by each attorney and paraprofessional during the Fee Period. To the best of KTBS's knowledge, this Application complies with sections 330 and 331 of the Bankruptcy Code and the Bankruptcy Rules. The time reports are organized on a daily basis. KTBS is sensitive to issues of "lumping" and, unless time was spent in one time frame on a variety of different matters for a particular client, separate time entries are set forth in the time reports. KTBS's charges for its professional services are based upon the time, nature, extent and value of such services and the cost of comparable services other than in a case under the Bankruptcy Code.

Actual and Necessary Expenses

9. A summary of actual and necessary expenses incurred by KTBS for the Fee Period is attached hereto as part of **Exhibit A**.

10. Consistent with KTBS's policy with respect to its other clients, KTBS will charge for all services provided and for any charges and disbursements incurred in the rendition of services. These charges and disbursements include, but are not limited to, charges for messenger services, air couriers, photocopying (\$0.10 per page), court fees, travel expenses, postage for large mailings, computerized legal research facilities, investigative searches, and other charges customarily invoiced by law firms in addition to fees for legal services. Third party expenses incurred by KTBS are charged at their actual cost to KTBS without surcharge. KTBS does not charge its clients for word processing or secretarial overtime.

11. With respect to providers of computerized legal research services (*e.g.*, Lexis, WestLaw, and PACER), KTBS charges the standard usage rates these providers charge for

computerized legal research. KTBS bills its clients the actual amounts charged by such services, with no premium. Any volume discount received by KTBS is passed on to the client.

12. KTBS believes the foregoing rates are the market rates that the majority of law firms charge clients for such services. In addition, KTBS believes that such charges are in accordance with the American Bar Association's ("ABA") guidelines, as set forth in the ABA's Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges.

Summary of Services Rendered

13. As contemplated by the Retention Order, KTBS is conducting an investigation into the conduct of (and potential claims against) the Debtors' directors and officers and their related parties (the "Investigation").

14. The names of the partners, associate, and paralegal of KTBS who have rendered professional services in these cases during the Fee Period are set forth in the attached **Exhibit A**.

15. KTBS, by and through such persons, has advised the Independent Director on a regular basis with respect to various matters in connection with the Investigation, and performed all necessary professional services which are described and narrated in detail below. KTBS's efforts have been extensive due to the size and complexity of the Debtors' business and the scope of the Investigation.

Summary of Services by Project Category

16. The services rendered by KTBS during the Fee Period can be grouped into the categories (each, a “Project Category”) set forth below. KTBS attempted to place the services provided in the category that best relates to such services. However, because certain services may relate to one or more categories, services pertaining to one category may in fact be included in another category. The services performed, by category, are generally described below, with a more detailed identification of the actual services provided set forth on the attached **Exhibit A**. **Exhibit A** identifies the attorneys and paralegal who rendered services relating to each category, along with the number of hours for each individual and the total compensation sought for each category.

A. Case Administration

17. This Project Category includes general case administration services, communications with the U.S. Trustee not within the scope of other matter numbers, maintenance of case docket and calendar, filing and circulation of papers, and preparation and review of other reports, notices, and service lists. During the Fee Period, work in this Project Category was limited to matters concerning notices of appearance, pro hac vice motions, and services concerning the background and scope of the Investigation.

Fees: \$2,719.50; Hours: 2.10

B. Meetings of and Communications with Debtors’ Professionals

18. This Project Category includes communications, conferences, and meetings with the Debtors’ professionals. During the Fee Period, KTBS attorneys communicated with counsel to the Debtors regarding the scope of the Investigation and interviewed certain of the Debtors’ Professionals, including PwC, regarding facts relating to the Investigation.

Fees: \$22,608.00; Hours: 16.20

C. Meetings of and Communications with Independent Director

19. This Project Category includes communications, conferences, and meetings with the Independent Director. During the Fee Period, KTBS attorneys communicated with the Independent Director on weekly update calls and prepared written memoranda summarizing the status of the Investigation.

Fees: \$22,956.50; Hours: 16.00

D. Meetings of and Communications with Other Professionals

20. This Project Category includes communications, conferences, and meetings with the other professionals. During the Fee Period, KTBS attorneys communicated with counsel to the Ad Hoc Noteholder Group.

Fees: \$1,715.00; Hours: 1.30

E. Document Discovery and Document Review

21. This Project Category includes all time related to document discovery and review of documents. During the Fee Period, KTBS attorneys conducted an extensive review of documents produced by the Debtors that relate to the Investigation, including the preparation of memoranda summarizing certain findings related thereto. KTBS attorneys also prepared document requests and corresponded with in-house and outside counsel to the Debtors regarding the same.

Fees: \$100,989.00; Hours: 80.90

F. Interviews and Depositions

22. This Project Category includes time spent preparing for, conducting, and attending interviews and depositions. KTBS attorneys billed no time to this Project Category during the Fee Period.

Fees: \$0.00; Hours: 0.00

G. Contested Matters/Litigation (General)

23. This Project Category includes analysis and preparation of all motions, opposition to motions, reply memoranda, and other papers and pleadings that do not fit within a more specific topic category, as well as other general litigation matters. KTBS attorneys billed no time to this Project Category during the Fee Period.

Fees: \$0.00; Hours: 0.00

H. Drafting of Report/Summary of Investigation (Includes Legal Research)

24. This Project Category includes the drafting of the report summarizing the Investigation, including legal research and analysis thereof relevant to the Investigation. During the Fee Period, KTBS attorneys researched issues relating to the legal standards applicable to potential estate claims against directors and officers of the Debtors.

Fees: \$12,439.00; Hours: 10.70

I. Review of Pleadings Filed in Case

25. This Project Category includes review and analysis of case filings. During the Fee Period, KTBS attorneys reviewed pleadings filed in these cases, including the Debtors' first day motions and declarations, to aid in informing the Investigation.

Fees: \$13,404.00; Hours: 9.00

J. Preparation for Court Hearings

26. This Project Category includes time spent preparing for court hearings. During the Fee Period, KTBS attorneys reviewed the Debtors' first day hearing presentation.

Fees: \$568.50; Hours: 0.60

K. Court Attendance

27. This Project Category includes appearing at and preparing for trials, court hearings, and court-mandated conferences, including pre-trial and other similar conferences. During the Fee Period, KTBS attorneys attended (via Zoom) the Debtors' first day hearing on August 11, 2023 and the hearing on August 23, 2023.

Fees: \$5,423.00; Hours: 3.40

L. Fee/Employment Applications

28. This Project Category includes all matters related to the preparation of employment and fee applications for KTBS and interim compensation procedures. During the Fee Period, KTBS attorneys drafted the employment application for KTBS and exchanged correspondence with other Debtors' professionals regarding the same.

Fees: \$16,567.50; Hours: 17.50

M. Non-Working Travel

29. This Project Category includes non-working travel. All time incurred by KTBS attorneys for non-working travel is billed at half the applicable hourly rate. KTBS attorneys billed no time to this Project Category during the Fee Period.

Fees: \$0.00; Hours: 0.00

Valuation of Services

30. KTBS attorneys and its paralegal expended a total 157.70 hours in connection with their representation of the Debtors during the Fee Period, as follows:

Name of Professional Individual	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (Including Changes)	Total Hours Billed	Total Compensation
Michael L. Tuchin	Partner 1999. Member of CA Bar since 1990. Corporate Restructuring.	\$1,895.00	5.00 1.10	\$9,475.00 No Charge
David M. Stern	Partner 2000. Joined firm 2000. Member of CA Bar since 1975. Litigation.	\$1,895.00	28.30 1.10	\$53,628.50 No Charge
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Grand Total: \$199,390.00

Total Hours: 157.70

Blended Rate: \$1,264.36

31. The nature of work performed by these professional is fully set forth in **Exhibit A** attached hereto. These are KTBS's normal hourly rates for work of this character. The reasonable value of the services rendered by KTBS for the Debtors during the Fee Period is \$199,390.00.

32. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by KTBS is fair and reasonable given (a) the complexity of the cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy Code. Moreover, KTBS has reviewed the requirements of Local Bankruptcy Rule 2016-2 and the Compensation Procedures Order entered on September 14, 2023 and believes that this Application complies with such Rule and Order.

WHEREFORE, KTBS respectfully requests (i) monthly allowance and payment of compensation for professional services during the Fee Period in the amount of \$159,512.00 (representing 80% of \$199,390.00), and (ii) reimbursement of actual and necessary expenses in the amount of \$143.80 (100% of expenses), for a total payment of \$159,655.80.

Dated: October 4, 2023

KTBS LAW LLP

/s/ Samuel M. Kidder

David M. Stern

Samuel M. Kidder

Nir Maoz

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Special Counsel to the Debtors

CERTIFICATION OF SAMUEL M. KIDDER

I, Samuel M. Kidder, under penalty of perjury, certify as follows:

- a) I am a partner with the applicant law firm KTBS Law LLP, and have been admitted *pro hac vice* to appear before this Court.
- b) I am familiar with the work performed on behalf of the debtors and debtors in possession by the lawyers and paraprofessionals of KTBS.
- c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Local Bankruptcy Rule 2016-2 and the Compensation Procedures Order entered on September 14, 2023 and submit that the Application substantially complies with such Rule and Order.

/s/ Samuel M. Kidder
Samuel M. Kidder